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## IN THE CLAIMS:

Please cancel claim 3 without prejudice or disclaimer.

Please amend claims 23, 29 and 30 as follows:

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23. (Amended) A photographing optical system according to claim 2, wherein a ghost light removing member is provided for optically non-operative faces of said first prism and said second prism so as to prevent ghost light from being introduced to said image pickup element, said optically non-operative faces being defined as faces of said first prism and said second prism other than optically operative faces used to transmit or reflect rays.

29. (Amended) A photographing optical system according to claim 2, wherein said third entrance surface of said second prism is shaped as a rotationally asymmetric curved surface that has an action of compensating at lest one of rotationally asymmetric aberrations including a rotationally asymmetric coma and a rotationally asymmetric astigmatism, which are generated at said imaging optical member.

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30. (Amended) A photographing optical system according to claim 2, wherein said third entrance surface of said second prism is shaped as a rotationally asymmetric curved surface that has an action of compensating at least one of rotationally asymmetric aberrations including a rotationally asymmetric coma and a rotationally asymmetric astigmatism, which are generated at said imaging optical member, and said rotationally asymmetric curved surface is constructed of a free curved surface defining only one plane of symmetry, said only one plane of symmetry coinciding with a plane (Y-Z plane) in which an optical axis is folded.

See the attached Appendix for the changes made to effect the above claim(s)

--31. An apparatus comprising: an observation optical system, said observation optical system comprising:

an observation image forming member which forms, on an image surface, an observation image to be observed by an observer; and

an eyepiece optical member disposed between the image surface and an exit pupil formed at a position of an eye of the observer so as to introduce the observation image formed by said observation image forming member into the eye of the observer,

wherein said eyepiece optical member comprises, at least, a first prism and a second prism,

wherein said first prism comprises, at least, a first entrance surface through which rays from the observation image enter said first prism, a reflecting surface which reflects the rays inside said first prism, and a first exit surface through which the rays exit out of said first prism, said first entrance surface, said reflecting surface, and said first exit surface being arranged with a first prism medium between,

wherein said second prism comprises, at least, a second entrance surface through which the rays emergent from said first prism enter said second prism and a second exit surface through which the rays exit out of said second prism, said second entrance surface and said second exit surface being arranged with a second prism medium between,

wherein said first prism and said second prism are configured to be joined to one another via a hologram element interposed between said first exit surface and said second entrance surface,

wherein said reflecting surface of said first prism is shaped as a concave curved surface to give a positive power for rays reflected therefrom,

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wherein said first entrance surface of said first prism is shaped as a curved surface to give a power for rays transmitted therethrough, and

wherein said second exit surface of said second prism is shaped as a curved surface to give a power for rays transmitted therethrough.

## 32. An apparatus comprising:

a photographing optical system, said photographing optical system comprising:

an image pickup element disposed on an image surface for photographing an image of an object;

an aperture stop disposed on a pupil surface for regulating brightness of a beam of rays from the object; and

an imaging optical member disposed between the image surface and the pupil surface for introducing the image of the object into the image surface,

wherein said imaging optical member comprises, at least, a second prism and a first prism,

wherein said second prism comprises, at least, a third entrance surface through which rays emergent from the object and passing through said aperture stop enter said second prism and a third exit surface through which the rays exit out of said second prism, said third entrance surface and said third exit surface being arranged with a second prism medium between,

wherein said first prism comprises, at least, a fourth entrance surface through which the rays emergent from said second prism enter said first prism, a reflecting surface which reflects the rays inside said first prism, and a fourth exit surface through which the rays exit out of said first prism, said fourth entrance surface, said reflecting surface, and said fourth exit surface being arranged with a first prism medium between,



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wherein said second prism and said first prism are configured to be joined to one another via a hologram element interposed between said third exit surface and said fourth entrance surface,

wherein said reflecting surface of said first prism is shaped as a concave curved surface to give a positive power for rays reflected therefrom,

wherein said fourth exit surface of said first prism is shaped as a curved surface to give a power for rays transmitted therethrough, and

wherein said third entrance surface of said second prism is shaped as a curved surface to give a power for rays transmitted therethrough.--

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